

W05000000524

Tony Mackay

(Requestor's Name)

National Corporate Research, Ltd.

(Address)

111 W. Washington St. 1740

(Address)

Chicago IL 60602

(City/State/Zip/Phone #)

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EXAMINER

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February 1, 2009

FL Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Children's Choice Florida Corporation II
Children's Choice Learning Centers, Inc.
Children's Choice Nevada Property, L.L.C.

Dear Sir or Madam,

Enclosed are executed duplicate Statement of Change of Registered Office of Registered Agent of Both for one Limited Liability Company and two Corporations which are listed above. I have also enclosed are checks (#1731) for \$25.00 and (#1729 and 1730) for \$35.00 all payable to the Florida Dept. of State to cover the filing fees.

Once filed, kindly send to my attention via regular mail a plain copy of the filed evidence to my attention at the address listed on this letterhead.

Should you have any questions, feel free to call or email me at tmackay@nationalcorp.com.

With all good wishes,



Tony Mackay
Branch Manager

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STATE OF FLORIDA
TALLAHASSEE

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR LIMITED LIABILITY COMPANY

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. Name of the limited liability company: CHILDREN'S CHOICE NEVADA PROPERTY, L.L.C.

2. (a) Principal office address of limited liability company: 3610 SHIRE BLVD., SUITE 208
Richardson, TX 75082
(Note: MUST BE STREET ADDRESS)

(b) Mailing address of limited liability company: 3610 SHIRE BLVD., SUITE 208
Richardson, TX 75082
(Note: MAY BE POST OFFICE BOX)

3. Date of filing/registration in Florida: 1/25/05 4. Document number: M05000000524

5. (a) Registered Agent and Registered Office shown on the records of the Florida Dept. of State
Registered Agent: CORPORATION SERVICE COMPANY
Registered Office Address: 1201 HAYS STREET, Tallahassee FL 32301-2525

(b) Enter name of NEW Registered Agent and/or NEW Registered Office address:
NEW Registered Agent: National Corporate Research, Ltd., Inc.
NEW Registered Office Address: 515 East Park Avenue
(MUST BE FLORIDA STREET ADDRESS)
Tallahassee, FL 32301

If the limited liability company is not organized under the laws of the State of Florida, it is hereby confirmed that after the change or changes are made, the Florida street address of the registered office and the business office of the registered agent will be identical. Or, in the case of a Florida limited liability company, it is hereby confirmed that the change(s) was/were authorized by an affirmative vote of the members of the limited liability company or as otherwise provided in the articles of organization or the operating agreement of the limited liability company.

Anthony E. Mackay
(Signature of a member or authorized representative of a member)

Anthony E. Mackay, Power of Attorney
(Printed or typed name of signer)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Anthony E. Mackay VP of NCR
(Signature of Registered Agent)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314
FILING FEE: \$25.00

STATE OF TEXAS)
COUNTY OF Collin)

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Nathan E. McClintock, President of Children's Choice SB Corporation, a Texas corporation ("the Company"), and of the affiliated entities shown on the list appended hereto, does hereby appoint attorney-in-fact for the Company and for the affiliated entities, to act for the Company and for the affiliated entities and in the name of the Company and of the affiliated entities for the limited purposes authorized herein.

The Company and the affiliated entities having taken all necessary steps to authorize the changes and the establishment of this Power of Attorney, hereby grants its attorney-in-fact the power to execute the Change of Agent, or similarly named document(s) necessary to change the Company's and the affiliated entities' registered agent and registered office address to National Corporate Research Ltd.

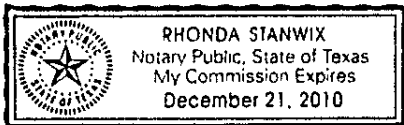
In the execution of any documents necessary for the purposes set forth herein, Anthony E. Mackay or Tonya Gideon of National Corporate Research Ltd. shall exercise the power of Authorized Person, or, in the case of entities having other positions of authority rather than officers such as Authorized Person, the named individual shall act in such office and with such authority as is required to effect the changes herein contemplated.

This Power of Attorney expires upon the earliest to occur of (i) completion and filing of the documents necessary to effect the Change of Agent to National Corporate Research, Ltd. as the in registered agent and registered office addresses contemplated herein or (ii) when revoked by Nathan E. McClintock, which ever shall occur first.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 20th day of October, 2008.

BY: Nathan E. McClintock
Name: Nathan E. McClintock
Title: President

Subscribed and sworn to before me this 20th day of October, 2008.



Rhonda Stanwix
Notary Public

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STATE OF TEXAS
COUNTY OF STEPHEN F. HODGES

Addendum

Children's Choice SB Corporation Affiliated Entities

BDN Ventures, Inc.
CCLC Children's Choice Arizona Corporation I
CCLC Children's Choice Arizona Corporation II
Children's Choice Michigan Corporation I
Children's Choice Georgia Corporation I
Children's Choice Illinois Corporation I
Children's Choice Indiana Corporation I
Children's Choice Kentucky Corporation II
Children's Choice Kentucky Corporation III
Children's Choice Mississippi Corporation I
Children's Choice Mississippi Corporation II
Children's Choice Nebraska Corporation I
Children's Choice Nebraska Corporation II
Children's Choice New York Corporation I
Children's Choice North Carolina Corporation I
Children's Choice Pennsylvania Corporation I
Children's Choice South Carolina Corporation I
Children's Choice Wisconsin Corporation I
Children's Choice Colorado Corporation I
Children's Choice Florida Corporation I
Children's Choice Florida Corporation II
Children's Choice Illinois Corporation II
Children's Choice Kentucky Corporation I
Children's Choice Learning Centers, Inc.
Children's Choice Nevada Corporation I
Children's Choice Nevada Corporation II
Children's Choice Nevada Corporation III
Children's Choice Nevada Corporation IV
Children's Choice Nevada Corporation V
Children's Choice Nevada Corporation VI
Children's Choice Nevada Corporation VII
Children's Choice Nevada Property, L.L.C.
Children's Choice Oklahoma Corporation I
Children's Choice Virginia Corporation I
Choice Tracking, Inc.
Educational Care, Inc.
Sniffles & Snuggles Corporation
Summa Associates, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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